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8 of NOVEMBER - 19 97

Division of Corporations,  
Tallahassee, Florida.-

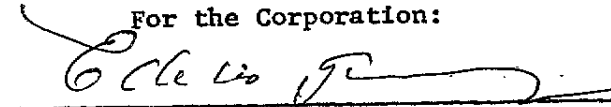
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\*\*\*\*122.50 \*\*\*\*122.50

Gentlemen:

Enclosed you will find our remittance in the amount -  
od \$ 122.50- corresponding to the Registration Feed for  
the Corporation: OPA LOCKA USED EQUIPMENT AND PARTS, CORPORATION -

Very truly yours,

For the Corporation:



PRESIDENT.-

encl.-

97 NOV 17 PM 3:43  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11/18/97 T.M

FILED  
97 NOV 17 PM 3:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

OPA LOCKA USED EQUIPMENT AND PARTS CORPORATION

WE, the undersigned, hereby associate together for the purpose of becoming a corporation under the Laws of the State of Florida, by and under the provision of the laws of said State, providing for the information, liabilities, rights, privileges and immunities of a corporation for profit.

ARTICLE I

NAME, ADDRESS AND AGENT

The name of this corporation shall be:

OPA LOCKA USED EQUIPMENT AND PARTS CORPORATION

(hereinafter referred to as the corporation). Its Registered Office shall be located at 12871-A ALEXANDRIA DRIVE- OPA LOCKA, FLORIDA- 33054----- in the County of Dade. Its Registered Agent shall be EDELIO R. GONZALEZ ----- located at 12871-A Alexandria Dr. Opa Locka, Fl. 33054 County of Dade, State of Florida.

ARTICLE II

NATURE OF BUSINESS

Section I. The general nature of the business and objects and purposes to be transacted, promoted and carried on are to do any and all things hereinafter mentioned, as fully and to the same extent as natural persons might or could do, viz:

a. To carry on business in the United States or any foreign country or countries, to buy, sell, import, export, lease, sub-lease, hold, procure, transport, manufacture, acquire and deal generally, both wholesale and retail, in goods and services of all types, both as principal and agent, in any part of the world.

b. To enter into, make, perform and carry out contracts of

ARTICLE III  
CAPITAL STOCK

The capital stock of the corporation shall consist of:

- a. SEVEN HUNDRED FIFTY--- (750 ) shares of par value. For incorporation purposes, each share will have a nominal value set a ONE HUNDRED DOLLARS----- (\$100.00) per share as consideration
- b. Said Shares of common stock to have par value. All shares to be issued fully paid and non assessable. The capital stock of this corporation may be paid in lawful money of the U.S. or in property, labor or services at a fair and just valuation to be fixed by the stockholders or by the Board of Directors. Said determination of just value fixed by the Board of Directors is to be conclusive proof of said value.
- c. All of the common stock is to have one vote per share in the control of the management of the corporation.
- d. The holders of these shares of common stock are to have preemptive rights in the purchase of subsequent issues of stock.
- e. In the event any shareholder be unable to attend a shareholder's meeting, the shareholder may vote his share or shares by proxy, one share representing one vote.

ARTICLE IV  
INITIAL CAPITAL

The amount of capital with which the corporation shall begin business shall be not less than SEVENTY FIVE THOUSAND DOLLARS ----- (\$75,000.00).-

ARTICLE V  
TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI  
BOARD OF DIRECTORS

The Board of Directors shall consist of not less than ONE -  
( 1 ) persons.

ARTICLE VII  
INITIAL DIRECTORS & OFFICERS

The names and addresses of the first Board of Directors who,

the acts amendatory thereto, shall hold office for the first year of the corporation's existence, or until their successors are elected and shall have qualified, are the following:

Title:	Name:	Addresses
PRESIDENT; SECRETARY; TREASURER.-	EDELIO R. GONZALEZ.-	220 S. Royal Poinciana Blvd, Miami Springs, Fl. 33166.-

ARTICLE VIII

\*SUBSCRIBERS

The names and addresses of each subscriber to these Articles of Incorporation and the number of shares which each agrees to take are as follows:

NAME & TITLE:	ADDRESS:	SHARES.
EDELIO R. GONZALEZ, President; Secretary; Treasurer.-	220 S. Royal Poinciana Blvd, Miami Springs, Florida, 33166.-	-750-

ARTICLE IX

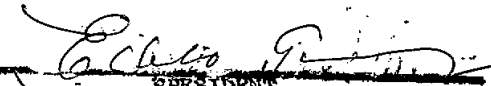
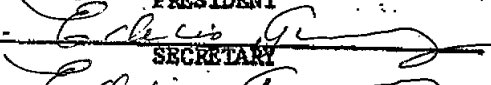
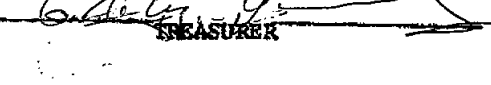
BY-LAWS

The regulation of the business and the conduct of the affairs of the corporation and the provision creating and limiting the powers of the corporation, the directors and the stockholders, or a class of stockholders of the corporation, shall be controlled by the By-Laws which shall be adopted by the stockholders of the corporation as soon as practicable after the corporation shall be formed which said By-Laws may, from time to time and whenever necessary, be amended by the Board of Directors of the corporation.

IN WITNESS WHEREOF, the undersigned have made and signed these Articles of Incorporation at OPA LOCKA, -----Dade County, Florida, for the uses and purposes aforesaid.

Witnesses:

\_\_\_\_\_  
\_\_\_\_\_

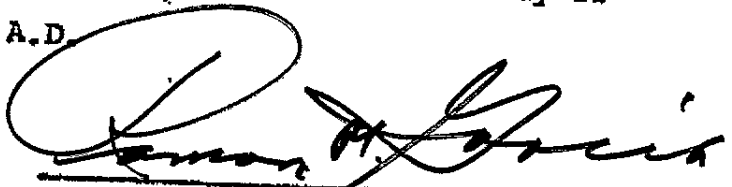
  
PRESIDENT  
  
SECRETARY  
  
TREASURER

I HEREBY CERTIFY that on this 8th day of NOVEMBER -  
19 97, before me personally appeared EDELIO R. GONZALEZ,

-----  
-----  
who are PRESIDENT; SECRETARY; TREASURER-----

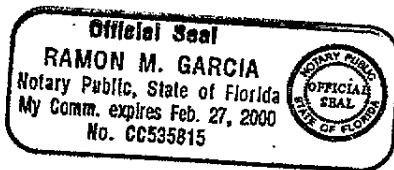
respectively, to me well known to be the persons described as  
subscribers in and who executed the foregoing ARTICLES OF --  
INCORPORATION and acknowledged before me that the subscribed --  
to those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my official seal  
and hand at OPA LOCKA ----- Dade County, this 8th day of ----  
NOVEMBER ----- 19<sup>97</sup>-----, A.D.



Notary Public, State of Florida

My Commission expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE -  
SERVICE OR PROCESS WITHIN THE STATE, NAMING AGENT UPON WHICH PROC  
MAY BE SERVED.

-- -- --In pursuance of Chapter 43.091, Florida Statutes, the  
following is submitted in compliance with said act.

-- -- --FIRST: That OPA LOCKA USED EQUIPMENT AND PARTS CORPORATION-

desiring to organize under the Laws of the State of Florida, with  
its principal office, as indicated in the articles of incorporation  
at. 12871-A ALEXANDRIA DRIVE, OPA LOCKA, FLORIDA, 33054-----

County of DAD State of Florida, has named EDELIO R. GONZALEZ,

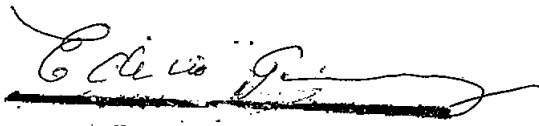
-----, located at 12871-A Alexandria Drive, Opa Locka,

Florida, 33054-----, County of Dade----- State of Florida, as its

REGISTERED AGENT, to accept service of process within this state.

ACKNOWLEDGEMENT: (Must be signed by Registered Agent)..

-- -- --Having being named to accept service of process for the  
above stated Corporation, at place designated in this certificate.  
I hereby accept to act in this capacity and agree to comply with  
the provision of said Act relative to keeping open said office.



REGISTERED AGENT

97 NOV 17 PM 3:43  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA